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(Requestor's Name)

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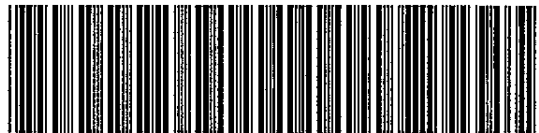
(Business Entity Name)

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FILED
2004 MAR 18 PM 12:19
TALLAHASSEE, FLORIDA



February 23, 2004

Florida Department of State
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Cherie Melka
Melka Wines
P.O. Box 82
Oakville, CA 94562

Re: Filing of Application by Foreign Limited Liability Company

To Whom It May Concern:

Please find enclosed the completed application, filing fee and certificate in good standing from the State of California along with the Certificate of Designation for Southern Wine and Spirits of Miami with whom we will be doing business.

Sincerely,

Cherie Melka
Melka Wines
cherie@melkawines.com

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. MELKA WINES, LLC
(Name of foreign limited liability company)
- 2. CALIFORNIA
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 68-0435530
(FEI number, if applicable)
- 4. 7/8/1999
(Date of Organization)
- 5. N/A
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. 1120 Paulson Court; St. Helena, CA. 94574
(Street address of principal office)

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8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
- Cherie Melka; P.O. Box 82, Oakville, CA. 94562
 - Philippe Melka, P.O. Box 82, Oakville, CA. 94562

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Wine Sales

Cherie Melka
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
CHERIE MELKA
Typed or printed name of signee

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SOUTH FLORIDA CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

MELKA WINES, LLC

2. The name and the Florida street address of the registered agent and office are:

Southern Wine & Spirits of America, Inc.
(Name)

1600 N.W. 163rd Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

MIAMI, FL 33169
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Christopher R. Moore
(Signature)

- \$ 100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

State of California



SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED LIABILITY COMPANY

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CORPORATIONS
TALLAHASSEE, FLORIDA

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 30th day of June, 1999, **MELKA WINES, LLC**, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of March 10, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

no